

UNITED STATE BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

**FEE APPLICATION COVER SHEET FOR THE
PERIOD JANUARY 26, 2021 THROUGH MARCH 31, 2021**

| | | | |
|-----------|-------------------------|-------------|---------------------------|
| Debtor: | <u>L'Occitane, Inc.</u> | Applicant: | <u>Fox Rothschild LLP</u> |
| Case No.: | <u>21-10632 MBK</u> | Client: | <u>L'Occitane, Inc.</u> |
| Chapter: | <u>11</u> | Case Filed: | <u>January 26, 2021</u> |

**SECTION 1
FEE SUMMARY**

Summary of Amounts Requested for the Period January 26, 2021 through March 31, 2021
(the "**First Statement Period**").

| | |
|-------------------------------|-----------------------|
| Total Fees | \$508,843.50 |
| Total Disbursements | + \$2,507.18 |
| Total Fees Plus Disbursements | \$511,350.68 |
| Minus 20% Holdback of Fees | - \$101,768.70 |
| Amount Sought at this Time | \$409,581.98 |

| | <u>FEES</u> | <u>EXPENSES</u> |
|---------------------------------|--------------------|-----------------|
| Total Previous Fee Requested: | <u>N/A</u> | <u>N/A</u> |
| Total Fees Allowed to Date: | <u>N/A</u> | <u>N/A</u> |
| Total Retainer (If Applicable): | <u>\$25,857.49</u> | <u>N/A</u> |
| Total Holdback (If Applicable): | <u>N/A</u> | <u>N/A</u> |
| Total Received by Applicant: | <u>\$25,857.49</u> | <u>N/A</u> |

| NAME OF PROFESSIONAL & TITLE | YEAR ADMITTED (Or Years of Professional Service) | HOURS | RATE | FEE |
|---|---|--------------|-------------|---------------------|
| Mark E. Hall, Partner | 1999 | 330.5 | \$645.00 | \$213,172.50 |
| Martha B. Chovanes, Partner | 1988 | 137.0 | \$720.00 | \$98,640.00 |
| Leonard Budow, Partner | 1981 | 0.7 | \$750.00 | \$525.00 |
| Brett Axelrod, Partner | 1993 | 1.3 | \$815.00 | \$1,059.50 |
| Carl Anthony Maio, Partner | 1974 | 6.8 | \$830.00 | \$5,644.00 |
| Michael E. Herz, Counsel | 2008 | 222.9 | \$480.00 | \$106,992.00 |
| Jonathan Dolgin, Associate | 2019 | 13.3 | \$380.00 | \$5,054.00 |
| Stephanie Slater, Law Clerk | n/a | 149.2 | \$335.00 | \$49,982.00 |
| Robin I. Solomon, Paralegal | n/a | 43.3 | \$415.00 | \$17,969.50 |
| Marcia L. Steen, Paralegal | n/a | 25.9 | \$360.00 | \$9,324.00 |
| Cheryl Grose, Research Analyst | n/a | 1.8 | \$130.00 | \$234.00 |
| John Tuma, Research Analyst | n/a | 1.8 | \$130.00 | \$234.00 |
| Julie Bono, Research Analyst | n/a | 0.1 | \$130.00 | \$13.00 |
| TOTALS | | 934.6 | | \$508,843.50 |

SECTION II
SUMMARY OF SERVICES

| Task | Description | Hours | Total |
|-------------|--|--------------|---------------------|
| A | Asset Analysis and Recovery | 1.0 | \$480.00 |
| AA | Assumption/Rejection of Leases and Contracts | 70.7 | \$40,150.50 |
| C | Business Operations | 286.6 | \$149,936.00 |
| CA | Court Appearance | 23.4 | \$11,365.00 |
| CC | Corporate Governance and Board Matters | 4.4 | \$2,838.00 |
| D | Case Administration | 68.4 | \$33,646.00 |
| E | Claims Administration and Objections | 47.2 | \$25,621.50 |
| EE | Real Estate | 2.4 | \$1,299.00 |
| F | Employee Benefits/Pensions | 9.2 | \$4,121.50 |
| G | Fee/Employment Applications | 148.3 | \$81,810.50 |
| GG | Reporting | 29.5 | \$15,389.00 |
| J | Litigation (Other than Avoidance Litigation) | 17.9 | \$8,621.50 |
| L | Meetings and Communications with Creditors | 107.9 | \$62,735.00 |
| M | Plan and Disclosure Statement | 81.5 | \$51,046.50 |
| U | Litigation Consulting | 30.2 | \$17,038.50 |
| W | Tax Issues | 5.1 | \$2,313.00 |
| X | Other | 0.9 | \$432.00 |
| | SERVICE TOTALS | 934.6 | \$508,843.50 |

**SECTION III
SUMMARY OF DISBURSEMENTS**

| Description | Amount |
|-----------------------------------|-------------------|
| Court Filings | \$1,953.00 |
| Document Retrieval | \$13.00 |
| Messenger Service/Federal Express | \$48.43 |
| Outside Vendor Copies | \$2.00 |
| Professional Services | \$171.16 |
| Publication/Research | \$48.25 |
| Telephone Charges | \$100.00 |
| Westlaw, Research | \$171.34 |
| DISBURSEMENTS TOTAL | \$2,507.18 |

**SECTION IV
CASE HISTORY**

- (1) Date case filed: January 26, 2021 (the “Petition Date”)
- (2) Chapter under which case commenced: Chapter 11
- (3) Date of Retention: March 10, 2021 *nunc pro tunc* to the Petition Date [Docket No. 205]¹

If limit on number of hours or other limitations to retention, set forth: n/a

- (4) Summarize in brief the benefits to the estate and attach supplements as needed:²

¹ The Retention Order is submitted hereto as **Exhibit A**.

² The Invoice submitted hereto as **Exhibit B** includes detailed time entries summarizing the professional services rendered by Fox Rothschild LLP as counsel to the Debtor. On March 15, 2021, Fox Rothschild filed the *Second Supplemental Declaration of Mark E. Hall, Esq. in Support of Debtor’s Application for Entry of an Order Authorizing the Employment and Retention of Fox Rothschild LLP as Bankruptcy Counsel to the Debtor nunc pro tunc to the Petition Date* (the “**Second Supplemental Declaration**”). The Second Supplemental Declaration described the Flat Fee Arrangement related to Fox Rothschild’s work in drafting lease amendments (the “**Amendments**”). All requested

During the First Statement Period, Fox Rothschild assisted the Debtor in filing its chapter 11 voluntary petition for relief. After the filing of its chapter 11 petition, Fox Rothschild worked with the Debtor to ensure a seamless transition into chapter 11, achieve the Debtor's goals, while also meeting all required dates and deadlines that accompany this chapter 11 process. These services include, but are not limited to the following:

- Prepared and filed the Debtor's voluntary petition for relief and accompanying First Day Motions. After filing the various First Day Motions, Fox Rothschild prepared for and attended the First Day Hearing where all First Day Motions were approved on an interim or final basis.
- Prepared and filed the Debtor's Schedules of Assets and Liabilities, Statement of Financial Affairs, and monthly operating reports.
- Prepared for and attended the Section 341 Meeting of Creditors.
- Communicated with multiple parties in interest related to tax and insurance issues.
- Prepared and filed the Debtor's Motion to Establish a Bar Date for filing of Proofs of Claims.
- Reviewed and analyzed filed Proofs of Claims to determine accuracy, validity, and potential impact on a chapter 11 plan.
- Working with Hilco, assisted the Debtor regarding lease negotiations, preparing and filing related lease rejection notices.
- Prepared and filed a Motion to Retain Ordinary Course Professionals and communicated with the Ordinary Course Professionals regarding the same.
- Prepared for and attended multiple omnibus hearings including the "First Day Hearing" and "Second Day Hearing" as well as all status hearings scheduled by the Court.
- Researched and analyzed issues related to discovery limitations and confidentiality in order to respond to the Official Committee of Unsecured Creditors' request for individual four-wall data.
- Began preparation of plan and disclosure statement.

compensation in connection with the Flat Fee Arrangement will be included in Fox Rothschild's First Interim Fee Application as the Amendments are still in process.

- Addressed all other matters related to the Debtor and its status as debtor-in-possession.

(5) Anticipated Distribution to Creditors:

| | |
|------------------------------|-----------------------|
| Administration Expenses: | Unknown at this time. |
| Secured Creditors: | Unknown at this time. |
| Priority Creditors: | Unknown at this time. |
| General Unsecured Creditors: | Unknown at this time. |

(6) Final Disposition of Case and Percentage of Dividend Paid to Creditors (if applicable):
Final disposition of case and dividend are unknown at this time.

I certify under penalty of perjury that the above is true.

Date: April 26, 2021

/s/ Mark E. Hall
Mark E. Hall